

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

-and-

PACIFIC GAS AND ELECTRIC COMPANY,

Debtors.

☐ Affects PG&E Corporation

☐ Affects Pacific Gas and Electric
Company

☒ Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Case No. 19-30088 (DM)

Chapter 11

(Jointly Administered)

**TRANSFER OF CERTAIN CLAIMS SET FORTH IN
OMNIBUS PROOF OF CLAIM OTHER THAN FOR
SECURITY**

Judge: Hon. Dennis Montali

An OMNIBUS PROOF OF CLAIM HAS BEEN FILED IN THESE CASES or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Fed. R. Bankr. P. 3001(e)(2) of the transfer of certain claims, other than for security, set forth in Omnibus Proof of Claim No. 55412, filed on October 15, 2019, as such transferred claims are described in this Notice and the Evidence of Transfer of Certain Claims attached hereto.

BG Subrogation Partners I-A, L.L.C.

Nationwide Mutual Insurance Company
Allied P&C Insurance Company
AMCO Insurance Company
Crestbrook Insurance Company
Depositors Insurance Company
Harleysville Insurance Company
Nationwide Agribusiness Insurance NAIC
Nationwide Insurance Company of America
Nationwide Mutual Fire Insurance Company
Scottsdale Indemnity Company
Scottsdale Insurance Company
Western Heritage Insurance Company
Victoria Fire and Casualty Company

Name of Transferee

Name of Transferors

Aggregate Number of Insured Losses Set Forth in Part
3 of Omnibus Proof of Claim (as of July 2019): 1,541

Aggregate Amount of Claims Set Forth in Part 3 of
Omnibus Proof of Claim (as of July 2019):
\$1,158,765,017

Aggregate Transferred Number of Insured
Losses Set Forth in Part 3 of Omnibus Proof of
Claim (as of December 31, 2019): 1,419

Aggregate Transferred Amount of Claims Set
Forth in Part 3 of Omnibus Proof of Claim (as of
December 31, 2019): \$1,172,829,886.28

Name and Address where notices to Transferee should be sent:

The Baupost Group, L.L.C.
10 St. James Avenue, 17th Floor
Boston, Massachusetts 02116
Attention: Frederick H. Fogel
(617) 210-8300
pcgpublicteam@baupost.com

with a copy to:

Ropes & Gray LLP
800 Boylston Street
Boston, Massachusetts 02199-3600
Attention: Mark Bane and Matthew Roose
Phone: (617) 596-9000
matthew.roose@ropesgray.com
mark.bane@ropesgray.com

Name and Address where notices to Transferors should be sent:

Berger Kahn ALC
1 Park Plaza, Suite 340
Irvine, CA 92614
Attention: Craig Simon
(949) 474-1880
csimon@bergerkahn.com

Transferee payments should be sent as separately directed by the Transferee.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:



Date:

3/3/2020

Joshua A. Greenhill, Vice President of
BRP Partners II, Inc. as Manager of
Transferee

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**EVIDENCE OF TRANSFER OF
CERTAIN CLAIMS SET FORTH IN OMNIBUS PROOF OF CLAIM**

TO: Clerk, United States Bankruptcy Court for the Northern District of California (“Bankruptcy Court”)

AND TO: In re Pacific Gas & Electric Corp. (Case No. 19-30088) and Pacific Gas and Electric Company (Case No. 19-30089) (collectively, the “Debtors”)

Omnibus Proof of Claim Number 55412 (the “Omnibus Proof of Claim”)

Nationwide Mutual Insurance Company, an Ohio mutual insurance company, on behalf of itself and certain of its affiliates listed on Exhibit A hereto, with offices located at c/o Nationwide Mutual Insurance Company, One Nationwide Plaza, Columbus, Ohio 43215, Attention: Jeff Miller, VP, Associate General Counsel, Capital Markets & Corporate Finance Legal (collectively, “SELLER”), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that Seller has assigned, conveyed, transferred and set over, to:

BG Subrogation Partners I-A, L.L.C.
10 St. James Avenue, Suite 1700
Boston, Massachusetts 02116
Attention: Collin J. Beecroft, Esq.

its successors and assigns (“BUYER”), all rights, title, and interest in certain claims set forth in the Omnibus Proof of Claim and identified in supporting information provided separately to the Debtors on a confidential basis, in the numbers and amounts set forth in Column D in the table below (*plus* additional claims arising from the wildfire(s) identified in such supporting information) (the “Transferred Claims”):

A	B	C	D
Category	Total Number or Amount in Part 3 of Omnibus Proof of Claim (as of July 2019)	Total Number or Amount of Claims Retained by Seller (as of December 31, 2019)	Total Number or Amount of Transferred Claims Assigned to Buyer (as of December 31, 2019)¹
Total Number of Insured Losses	1,541	72	1,419
Total Aggregate Amount of Liquidated Claims	\$845,423,014	\$8,863,197.00	\$935,756,430.88
Total Aggregate Amount of Reserved Claims	\$248,781,708	\$1,091,112.05	\$168,050,608.40
Total Aggregate Amount of Estimated Claims	\$64,470,295	Under Determination by Seller ²	\$69,022,847.00

SELLER hereby confirms that all future payments and distributions should be made, and all notices and other communications should be given, in respect of the Transferred Claims to BUYER. SELLER hereby

¹ BUYER will file an amended proof of claim with respect to the Transferred Claims to amend the numbers and amounts for the Transferred Claims to those set forth in Column D in the table above.

² The total aggregate amount of estimated claims with respect to the claims retained by SELLER as of December 31, 2019, is being determined by SELLER and will be provided by SELLER once such determination is made.

(i) waives any objection to the transfer of the Transferred Claims to BUYER on the books and records of the DEBTORS and the United States Bankruptcy Court for the Northern District of California; (ii) waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local rules or applicable law; and (iii) stipulates that an order may be entered without further notice to SELLER recognizing this Evidence of Transfer of Certain Claims set forth in Omnibus Proof of Claim as an unconditional assignment and BUYER herein as the valid owner of the Transferred Claims.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claims to Buyer.

IN WITNESS WHEREOF, each of the undersigned has duly executed this Evidence of Transfer of Certain Claims set forth in Omnibus Proof of Claim by its duly authorized representative as of the 3rd day of March, 2020.

[Signature Page Follows]

SELLER:

Nationwide Mutual Insurance Company, on behalf of
itself and certain of its affiliates listed in Exhibit A
hereto

By: /s/ John P. Lebens

Name: John P. Lebens

Title: Chief Actuary and Chief Risk Officer P&C

BUYER:

BG Subrogation Partners I-A, L.L.C.

By: BRP Partners II, Inc., its Manager

By: /s/ Joshua A. Greenhill

Name: Joshua A. Greenhill

Title: Vice President

Exhibit A

Nationwide Affiliates

1. Allied P&C Insurance Company
2. AMCO Insurance Company
3. Crestbrook Insurance Company
4. Depositors Insurance Company
5. Harleysville Insurance Company
6. Nationwide Agribusiness Insurance NAIC
7. Nationwide Insurance Company of America
8. Nationwide Mutual Fire Insurance Company
9. Nationwide Mutual Insurance Company
10. Scottsdale Indemnity Company
11. Scottsdale Insurance Company
12. Western Heritage Insurance Company
13. Victoria Fire and Casualty Company